
**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**
Washington, D.C. 20549

FORM 8-K

**CURRENT REPORT
PURSUANT TO SECTION 13 OR 15(d)
OF THE SECURITIES EXCHANGE ACT OF 1934**

Date of Report (Date of earliest event reported): May 1, 2019

CARETRUST REIT, INC.
(Exact Name of Registrant as Specified in Its Charter)

001-36181
(Commission
File Number)

Maryland
(State of
Incorporation)

46-3999490
(I.R.S. Employer
Identification No.)

**905 Calle Amanecer,
Suite 300,
San Clemente, CA**
(Address of Principal Executive Offices)

92673
(Zip Code)

(949) 542-3130
(Registrant's Telephone Number, Including Area Code)

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act:

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock, par value \$0.01 per share	CTRE	The Nasdaq Stock Market LLC (Nasdaq Global Select Market)

Item 5.07. Submission of Matters to a Vote of Security Holders.

(a) The 2019 annual meeting of stockholders (the “Annual Meeting”) of CareTrust REIT, Inc. (the “Company”) was held on May 1, 2019.

(b) At the Annual Meeting, the Company’s stockholders (i) elected the three nominees identified in the table below to the Board of Directors to serve until the Company’s 2020 annual meeting of stockholders and until their respective successors are duly elected and qualified, (ii) approved, on an advisory basis, the compensation of the Company’s named executive officers, and (iii) ratified the appointment of Deloitte & Touche LLP as the Company’s independent registered public accounting firm for the year ending December 31, 2019.

Set forth below are the final voting tallies for the Annual Meeting:

Election of Directors

	For	Against	Abstain	Broker Non-Vote
Allen C. Barbieri	66,510,310	6,792,058	105,882	8,154,384
Jon D. Kline	71,825,455	1,476,974	105,821	8,154,384
Diana M. Laing	70,070,776	3,234,117	103,357	8,154,384

Advisory Approval of Named Executive Officer Compensation

For	Against	Abstain	Broker Non-Vote
70,872,419	2,365,020	170,811	8,154,384

Auditor Ratification

For	Against	Abstain
81,339,120	65,354	158,160

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

CARETRUST REIT, INC.

Date: May 7, 2019

/s/ William M. Wagner

Name: William M. Wagner

Title: Chief Financial Officer, Treasurer and Secretary